

1 WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
2 (stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
3 (ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
4 (jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
5 (matthew.goren@weil.com)
767 Fifth Avenue
6 New York, NY 10153-0119
Tel: 212 310 8000
7 Fax: 212 310 8007

8 KELLER BENVENUTTI KIM LLP
Tobias S. Keller (#151445)
9 (tkeller@kbbkllp.com)
Jane Kim (#298192)
10 (jkim@kbbkllp.com)
650 California Street, Suite 1900
11 San Francisco, CA 94108
Tel: 415 496 6723
12 Fax: 650 636 9251

13 *Attorneys for Debtors and Debtors in Possession*

14 JONES DAY
Bruce S. Bennett (SBN 105430)
15 (bbennett@jonesday.com)
Joshua M. Mester (SBN 194783)
16 (jmester@jonesday.com)
James O. Johnston (SBN 167330)
17 (jjohnston@jonesday.com)
555 South Flower Street
18 Fiftieth Floor
Los Angeles, CA 90071-2300
19 Tel: 213 489 3939
Fax: 213 243 2539

20 *Attorneys for Shareholder Proponents*

22 **UNITED STATES BANKRUPTCY COURT**
23 **NORTHERN DISTRICT OF CALIFORNIA**
SAN FRANCISCO DIVISION

24 **In re:**

25 **PG&E CORPORATION**

26 **-and-**

27 **PACIFIC GAS AND ELECTRIC**
28 **COMPANY,**

Debtors.

BAKER & HOSTETLER LLP
Robert A. Julian (SBN 88469)
Cecily A. Dumas (SBN 111449)
600 Montgomery Street, Suite 3100
San Francisco, CA 94111-2806
Telephone: 415.659.2600
Facsimile: 415.659.2601
Email: rjulian@bakerlaw.com
Email: cdumas@bakerlaw.com

Eric E. Sagerman (SBN 155496)
David J. Richardson (SBN 168592)
Lauren T. Attard (SBN 320898)
11601 Wilshire Blvd., Suite 1400
Los Angeles, CA 90025-0509
Telephone: 310.820.8800
Facsimile: 310.820.8859
Email: esagerman@bakerlaw.com
Email: drichardson@bakerlaw.com
Email: lattard@bakerlaw.com

Counsel for Official Committee of Tort Claimants

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case) (Jointly Administered)

**STIPULATION ADDRESSING
CERTAIN PLAN CONFIRMATION
OBJECTIONS OF THE OFFICIAL
TORT CLAIMANTS COMMITTEE**

rights) are listed in a separate chart (the “**Issues Chart**”) that is Exhibit 2 to the TCC Objection.

C. On May 22, 2020, the TCC filed its *Reply Brief of the Official Committee of Tort Claimants to Certain Objections to Confirmation of Debtors’ and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization Dated March 16, 2020* [Docket No. 7509] (the “**TCC Reply**”), which addressed certain issues of concern raised by confirmation objections filed by other parties (the “**TCC Reply Arguments**”). In some cases, the TCC Reply Arguments argue in support of confirmation for the Plan as written, and in some cases the TCC Reply Arguments request clarifications in the Plan to address issues of concern to Fire Victims that were raised in the confirmation objections of other parties.

D. The Parties have now resolved *certain* of the TCC Confirmation Objections in the manner described herein, subject to the approval of the United States Bankruptcy Court for the Northern District of California (the “**Bankruptcy Court**”).

NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE BANKRUPTCY COURT TO ORDER IN CONNECTION WITH CONFIRMATION OF THE PLAN, THAT:

1. The TCC Confirmation Objection Argument No. 1 on the Issues Chart is hereby withdrawn upon the agreement of the Parties that the Bankruptcy Court’s order confirming the Plan (the “**Confirmation Order**”) will include the following sentence in Paragraph 19(g), which is entitled *Assigned Rights and Causes of Action*:

“The definition of Assigned Rights and Causes of Action in the Plan controls in any conflict between that definition and the Schedule of Retained Rights and Causes of Action previously filed as part of the Plan Supplement [Docket No. 7037]. The Court shall retain jurisdiction post-confirmation to resolve any dispute that may arise regarding the Schedule of Assigned Rights and Causes of Action and the Schedule of Retained Rights and Causes of Action.”

1 A copy of the Schedule of Assigned Rights and Causes of Action agreed to among the Parties is
2 annexed hereto as **Exhibit A** and will be filed as a part of the Plan Supplement.

3 2. The TCC Confirmation Objection Argument No. 2 on the Issues Chart is hereby
4 withdrawn upon the agreement of the Parties herein that the Schedule of Retained Rights and
5 Causes of Action [Docket No. 7037, pages 1938-1957] is deemed amended to confirm that the
6 retained claims against Chriso's Tree Trimming, Inc. and Mountain F. Enterprises do not include
7 any claims against those two entities relating directly or indirectly to the Fires. This resolution of
8 TCC Confirmation Objection Argument No. 2 does not in any way limit the terms of the preceding
9 paragraph.

10 3. The TCC Confirmation Objection Argument No. 4 on the Issues Chart is hereby
11 withdrawn upon entry of an order approving this Stipulation and ordering that Robert Meyer will
12 arbitrate and decide any dispute relating to the calculation of Normalized Estimated Net Income.

13 4. The TCC Confirmation Objection Argument No. 5 is hereby withdrawn, as this
14 Bankruptcy Court's *Memorandum on Objection of Adventist Health, AT&T, Paradise Entities and*
15 *Comcast to Trust Documents* dated May 26, 2020 [Docket No. 7597], has addressed the TCC's
16 arguments in the TCC Objection.

17 Dated: June 2, 2020

Dated: June 2, 2020

18 WEIL, GOTSHAL & MANGES LLP
19 KELLER BENVENUTTI KIM LLP

BAKER & HOSTETLER LLP

20 /s/ Stephen Karotkin

/s/ David J. Richardson

21 Stephen Karotkin
22 Attorneys for Debtors
and Debtors in Possession

David J. Richardson
Attorneys for Official Committee of Tort
Claimants

23
24 Date: June 2, 2020

25 JONES DAY

26 /s/ Joshua M. Mester

27 Joshua M. Mester

28 Attorneys for Shareholder Proponents